

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION

FRED LEICHT

Plaintiff

vs.

AUTOZONE, et al.

Defendants

* Case No. C-1-00-853

*

Judge Dlott

*

* **AFFIDAVIT OF CAROL S. WOOD**

*

State of Ohio

SS:

County of Hamilton

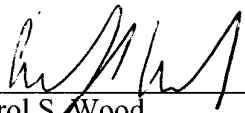
Affiant, having first been duly cautioned and sworn, states as follows:

1. Affiant is an attorney who was first licensed to practice law in Ohio in 1988. Affiant was admitted to practice law before the Southern District of Ohio in January of 1989. Affiant has spent the past ten years practicing primarily in the area of employment law. Affiant filed this lawsuit and was named class counsel by this Court. It is in this capacity that Affiant has personal knowledge of and is competent to testify with respect to the matter set forth herein.
2. Affiant practiced at the law firm of Freking and Betz at the time this lawsuit was filed. Affiant left that firm in mid November of 2002, but has remained involved with this case. Attached hereto as Exhibit 1 and incorporated herein by reference is a true and accurate account of Affiant's time spent on this case

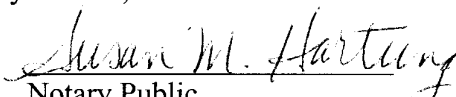
since leaving Freking and Betz up through and including May 31, 2005.

Affiant spent the majority of her time in this case preparing memoranda concerning AutoZone's attempt to appeal the class certification issue to the 6th Circuit, studying discovery documents and developing settlement strategies, engaging in settlement negotiations, preparing the settlement agreement, motions to approve the settlement, and notice documents, and preparing filings for final approval of the settlement. Since Affiant has left Freking and Betz, Affiant has spent a total of 70.5 hours (through May 31, 2005) on this case.

Further Affiant Sayeth Naught.


Carol S. Wood

Sworn to and Subscribed in my presence this 1st day of June, 2005.

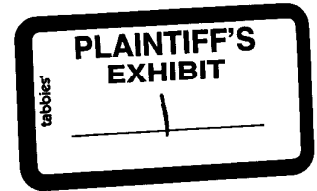

Notary Public

SUSAN M. HARTUNG
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES 06-17-06

CERTIFICATE OF SERVICE

I hereby certify that on June 1, 2004, a copy of the foregoing was filed electronically. Notice of this filing will be sent to all parties by operation of the Court's electronic filing system and copies will be mailed via U.S. mail to those parties who are not served via the Court's electronic filing system. Parties may access this filing through the Court's system.

/s/ Randolph H. Freking



DATE	DESCRIPTION
01/10/03	Conversations with Mark Napier re settlement matters and information needed.
01/13/03	Conference call with defense counsel re settlement; conf. with F. Leicht.
01/14/03	Review request to appeal.
01/15/03	Review Discovery; research for motion response.
01/20/03	Meeting at F&B re case/settlement; review discovery; conf. with law clerk re: motion response.
01/21/03	Research and draft motion response.
01/22/03	Draft motion response ; research for response.
01/23/03	Draft motion response.
01/24/03	Review time records for settlement demand preparation.
01/26/03	Review time records for settlement demand preparation.
01/27/03	Review time records; meeting at F&B re information and settlement demand.
01/31/03	Review spread sheet from F&B with information; call to Fred Leicht.
02/03/03	Meeting at F&B regarding the case and settlement.
02/25/03	Call from Mark Napier.
02/27/03	Review time records for settlement proposal; call to Mark Napier.
03/05/03	Send and receive emails re settlement proposal.
03/07/03	Review Mark Napier's letter to defense counsel.
03/28/03	Review 6th Circuit order denying leave to appeal.
03/31/03	Send an email to F&B.
04/01/03	Review email.
04/05/03	Review memo re class notice; review discovery responses.
04/21/03	Review F&B email re damage calculations.
04/25/03	Review F&B email regarding fees to date; review fax from defense counsel regarding settlement..
04/30/03	Conference with F&B regarding settlement information.
05/06/03	Review Court notice regarding status conference 5/15.

DATE	DESCRIPTION
05/09/03	Conference with Mark Napier and paralegal regarding consent decree.
05/18/03	Review defense counsel letter.
05/23/03	Review court order.
05/29/03	Phone conference.
07/16/03	Telephone with the Court; conference with Mark Napier.
07/26/03	Review research from F&B regarding attorney fees.
08/27/03	Review defense counsel letter to Mark Napier regarding settlement discussions.
08/29/03	Call from F&B paralegal regarding document issue.
09/03/03	Phone conference with Mark Napier.
10/23/03	Review email regarding mediation.
10/31/03	Send email regarding mediation and draft mediation statement.
11/04/03	Review Mark Napier's response to 10/31 email; review letter to defense counsel.
11/06/03	Phone conference with Mark Napier regarding mediation.
11/10/03	Review Court notice.
11/12/03	Draft mediation statement.
11/13/03	Review mediation statement and send to Mark; review email and send email to RHF.
11/17/03	Review RHF email regarding mediation.
11/25/03	Prepare for mediation; attend mediation.
12/06/03	Review court mediation notice.
12/09/03	Review emails regarding settlement.
12/22/03	Review Mark Napier's email regarding settlement.
12/23/03	Emails to and from mark concerning settlement.
12/27/03	Emails regarding settlement.
12/30/03	Emails to Mark Napier regarding settlement documents.
01/09/04	Review email from Mark Napier re settlement documents.

DATE	DESCRIPTION
02/04/04	Review emails from Mark Napier and attachments re settlement documents to be drafted.
02/10/04	Draft settlement motion.
02/13/04	Review emails from Mark Napier regarding Motion for Settlement approval.
02/27/04	Review email; draft settlement motion.
03/01/04	Draft motion and send draft to Mark Napier for review.
03/02/04	Draft and revise settlement documents.
03/22/04	Phone conference with Mark Napier regarding settlement documents.
03/26/04	Emails to and from Mark Napier regarding settlement documents.
03/31/04	Edit settlement documents and email to Mark Napier.
04/01/03	Phone conference with Mark Napier.
04/22/04	Emails to and from Mark Napier regarding status of settlement agreement.
04/25/04	Revise settlement documents and send to Mark Napier.
04/29/04	Review Mark Napier email forwarding documents to defense counsel.
05/07/04	Review email from F. Leicht and Mark Napier response regarding settlement status.
05/11/04	Review defense counsel document revisions; draft email to Mark Napier; review email from Mark.
05/12/04	Review email from Mark Napier; conference with Mark regarding changes to settlement agreement.
06/04/04	Review Mark Napier's email to F. Leicht regarding settlement language issues; review Leicht emails.
06/19/04	Review defense counsel letter regarding settlement agreement
06/22/04	Draft email to Mark Napier.
07/02/04	Draft email to Mark Napier regarding settlement issues/language; review F. Leicht email.
07/28/04	Review letter from defense counsel regarding settlement movement.
08/12/04	Review final changes to settlement documents; including court filings.
08/13/04	Review email to defense counsel sending all settlement documents, court filings.
08/26/04	Review email from Mark Napier regarding filing documents for settlement.
10/05/04	Send email to Mark Napier regarding status of scheduling conference on settlement motion.

DATE	DESCRIPTION
10/06/04	Review email from Mark Napier re status of settlement hearing.
10/25/04	Send email to Mark Napier regarding status of settlement hearing.
10/28/04	Review email from Mark Napier regarding status of case.
11/22/04	Send email to Mark Napier regarding status of hearing on settlement.
11/23/04	Review email from Mark Napier regarding status of hearing.
12/28/04	Review email to Court transmitting revised settlement documents; send and receive emails.
02/11/05	Review email from Mark Napier reporting on notice status; respond to same.
03/11/05	Call to Mark Napier and leave message re work to be done on settlement matters.
03/14/05	Review email response from Mark Napier.
03/30/05	Correspond with F. Leicht regarding his proof of claim.
03/31/05	Review email from F. Leicht responding to 3/30 email to him.
05/04/05	Emails to and from Mark Napier regarding schedule for brief and hearing.
05/15/05	Draft Leicht Motion to give final approval to settlement/fairness brief.
05/23/05	Email to Mark Napier regarding status of returns of proofs of claim.
05/24/05	Review email regarding Proof of Claim returns; research and draft brief.
05/25/05	Draft brief.
05/26/05	Draft brief.
05/27/05	Draft brief.
05/28/05	Draft brief.
05/30/05	Draft brief.
05/31/05	Draft brief.